

Corporate Office: 10, Middleton Row Post Box No. 9282, Kolkata - 700 071 CIN: L21300WB1973PLC028854 Phone: +91-33-2229 6033/1768 Facsimile: +91-33-2217 2269

Mail: icltd@iclbelting.com Url: iclbelting.com

ICL/AG/2016-17/390

September 26, 2016

The Secretary,
Department of Corporate Services
Bombay Stock Exchange Limited
Floor 25, P.J.Towers,
Dalal Street,
Mumbai – 400 001

Dear Sir,

#### 43rd Annual General Meeting

We enclose, in terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a gist of proceedings of the 43rd Annual General Meeting of the Company held on 24th September, 2016 at its registered office.

We would also like to state that all the Resolutions for approval at the 43<sup>rd</sup> Annual General Meeting, as set out in the Notice dated 30<sup>th</sup> May, 2016, have been passed by the members by requisite majority. The Voting Results, in the prescribed format in terms of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, are also enclosed.

Thanking you, Yours faithfully,

For International Conveyors Ltd

Ayushi Gupta (Company Secretary)

Encl. as above



### Gist of proceedings of the 43<sup>rd</sup> Annual General Meeting

The 43<sup>rd</sup> Annual General Meeting of the Members of the Company convened on Saturday, September 24, 2016 at 2:00 P.M, at Falta Sez, Sector-Ii, Near Pump House No. 3, Village & Mouza- Akalmegh, Dist. 24 Paraganas (S), West Bengal-743504 and concluded at 4:05 P.M.

- Mr. R. K. Dabriwala, Managing Director of the Company, chaired the proceedings of the Meeting.
- The requisite quorum being present, the Chairman called the meeting to order.
- The Chairman then delivered his Speech.
- The Chairman informed that remote e-voting commenced at 10:00 a. m on 21<sup>st</sup> September, 2016 and ended at 5:00 p. m on 23<sup>rd</sup> September, 2016.
- The following items of business as set out in the Notice calling the Meeting were put for shareholders' approval:

#### Ordinary Business:

- Adoption of Audited financial statements for the financial year ended March 31, 2016 together with the Reports of the Board of Directors and Auditors thereon.
- 2. Declaration of Dividend of ₹0.05 per share (i.e. 5%) on 67,500,000 shares of ₹1/- each for the financial year ended March 31, 2016.
- 3. Appointment of Ms. Nandini Khaitan, who retires by rotation and being eligible, offered herself for re-appointment as a Director of the Company.
- 4. Ratification of the appointment of M/s. Lodha & Co., Chartered Accountants, as the Statutory Auditors of the Company to hold office from the conclusion of this AGM till the conclusion of 44<sup>th</sup> AGM of the Company.

#### Special Business:

5. Re-appointment of Mr. R. K. Dabriwala as Managing Director for a further period of 1(one) year.

All the Resolutions as per agenda of the 43<sup>rd</sup> AGM were passed by the members by the requisite majority through remote e-voting and ballot paper at the AGM venue.

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### 43<sup>rd</sup> Annual General Meeting (AGM) - details of voting results

Particulars	Details
Date of AGM	24 <sup>th</sup> September, 2016
Total number of Shareholders on record date	1845
No. of Shareholders present in the meeting either in person or through proxy:  Promoters and Promoter Group:	8
Public:	10
No. of Shareholders attended the meeting through video conferencing:	
Promoters and Promoter Group: Public:	Not arranged

Agenda-wise

Sl. No.	Agenda	Resolution required (Ordinary/ Special)	Mode of Voting (Poll /E-voting)	Remarks
1.	Adoption of Annual Accounts	Ordinary	e-voting	Passed with requisite majority
2.	Declaration of Dividend	Ordinary	e-voting	Passed with requisite majority
3.	Re-appointment of Ms. Nandini Khaitan, retiring by rotation	Ordinary	e-voting	Passed with requisite majority
4.	Appointment of M/s. Lodha & Co. as Statutory Auditors	Ordinary	e-voting	Passed with requisite majority
5.	Re-appointment of Mr. Rajendra Kumar Dabriwala as Managing Director	Special	e-voting	Passed with requisite majority



### Details of reporting of Poll/E-voting

### Resolution no.1: Ordinary Resolution

Adoption of Audited financial statements together with the Reports of the Board of Directors and Auditors thereon for the financial year ended March 31, 2016

Promoter/ Public	No. of Shares held	No. of Votes e- voted	% of Votes e- voted on outstanding Shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes e-voted	% of Votes against on votes e-voted
Promoter	25238344	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
and Promoter Group	23236344	25084544	99.39	25084544	0	100	0
Public – Institutional holders	26202400	0	0	0	0	0	0
Public – Others	42261656	2751577	6.51	2751577	0	100	0
Total	67500000	27836121	41.24	27836121	0	100	0

#### Resolution no.2: Ordinary Resolution

Declaration of Dividend on Equity Shares for the financial year ended March 31, 2016

Promoter/ Public	No. of Shares held	No. of Votes e- voted	% of Votes e- voted on outstanding Shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes e-voted	% of Votes against on votes e-voted
Promoter	25238344	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
and	23238344	25084544	99.39	25084544	0	100	0
Promoter							
Group							
Public -	26202400	0	0	0	0		
Institutional holders			V	0	0	0	0
Public –	42261656	2751577	6.71				
Others	42201030	2/313//	6.51	2751577	0	100	0
Total	67500000	27836121	41.24	27836121	0	100	



### Resolution no.3: Ordinary Resolution

Appointment of Ms. Nandini Khaitan, who retires by rotation and being eligible, offered herself for re-appointment, as a Director of the Company

Promoter/ Public	No. of Shares held	No. of Votes e- voted	% of Votes e- voted on outstanding Shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes e-voted	% of Votes against on votes e-voted
Promotor	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and	25238344	25084544	99.39	25084544	0	100	0
Promoter							
Group							
Public -	26202400	0	0	0	0		
Institutional holders			O	0	0	0	0
Public –	42261656	2751577	6.51	2751577			
Others		2/313//	0.31	2751577	0	100	0
Total	67500000	27836121	41.24	27836121	0	100	0

Resolution no.4: Ordinary Resolution
Ratification of the Appointment of M/s. Lodha & Co., as Statutory Auditors of the Company

Promoter/ Public	No. of Shares held	No. of Votes e- voted	% of Votes e- voted on outstanding Shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes e-voted	% of Votes against on votes e-voted
Duomoton		(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and	25238344	25084544	99.39	25084544	0	100	0
Promoter							
Group							-
Public – Institutional holders	26202400	0	0	0	0	0	0
Public – Others	42261656	2751577	6.51	2751577	0	100	0
Total	67500000	27836121	41.04				
. 0 6661	0/300000	2/030121	41.24	27836121	0	100	0



#### Resolution no.5: Special Resolution

Re-appointment of Mr. Rajendra Kumar Dabriwala as Managing Director of the Company for a further period of 1(one) year

Promoter/ Public	No. of Shares held	No. of Votes e- voted	% of Votes e- voted on outstanding Shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes e-voted	% of Votes against on votes e-voted
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	25238344	25084544	99.39	25084544	0	100	0
Public – Institutional holders	26202400	0	0	0	0	0	0
Public – Others	42261656	2751577	6.51	2751577	0	100	0
Total	67500000	27836121	41.24	27836121	0	100	0

All the Resolutions, as set out in the Notice dated 30<sup>th</sup> May, 2016 were passed by the members by the requisite majority.





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Scrutinizer's Report on E-Voting

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3)(ix) of the Companies (Management and Administration) Amendment Rules, 2015]

The Chairman of the 43rd Annual General Meeting of the Members of

INTERNATIONAL CONVEYORS LIMITED held on the 24th day of September, 2016 at Falta SEZ, Sector-II, Near Pump House No. 3, Village and Mouza - Akalmegh, Dist. 24 Parganas (S), West Bengal-743504.

Dear Sir,

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THE

Is Khushboo Gulgulia, Chartered Accountant -in-Practice, have been appointed as a Scrutinizer by the Board of Directors INTERNATIONAL CONVEYORS LIMITED (the Company) for the purpose of scrutinizing the e-voting process (remo e-voting) and ascertain the requisites on majority on e-voting, under the provisions of Section 108 of the Companies Act, 201 (the 'Act') read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, on the resolutions contained in the notice of the 43<sup>rd</sup> Annual General Meeting (AGM) of the Members of the Company dated 30<sup>th</sup> May, 2016, held on Saturda the 24th September, 2016 at 2.00 P.M. at Falta SEZ, Sector-II, Near Pump House No. 3, Village and Mouza - Akalmegh, Dis 24 Parganas (S), West Bengal-743504.

- The Management of the Company is responsible to ensure compliance with the requirements of the Act and Rules relating to voting through electronic means on the resolution contained in the Notice of the 43rd Annual General Meeting (AGM) of the Members of the Company dated 30th May, 2016. My responsibility as the Scrutinizer for e-voting process is restricted to making a Scrutinizer's report of the votes cast in "favour" or "against" on the resolutions as set out in the notice to the AGM, based on the reports generated from e-voting platform provided by National Securities Depository Limited (NSDL), the authorized agency to provide e-voting facilities, engaged by the Company.
- Further to the above, I submit my report as under :-
  - The e-voting period remained open from Wednesday, the 21st September, 2016 (10.00 a.m.) till Friday, the 23rd September, 2016 (5.00 p.m.).
  - The Members of the Company as on "cut-off" date i.e. on Monday, the 17th September, 2016, were entitled to vote on the resolutions (Items No. 1 to 5 as set out in the notice of the AGM of the Company dated 30th May, 2016).
  - iii. The votes cast were unblocked on 24/09/2016 after completion of e-voting process in the presence of two witnesses, Ms. Priyanka Choraria & Ms. Rukhsar who are not in employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Priyanka Choraria Witness 1: Ms. Priyanka Choraria Witness 2: Ms. Rukhsar

iv. The total paid-up equity share capital of the Company as on "cut-off" date 17th September, 2016, was Rs. 6,75,00,000/- divided into 6,75,00,000 equity shares of Rs.1/- each.

Thereafter, the details containing inter-alia, list of Equity Share Holders, who voted "for" and "against" each of the resolution contained in the notice of the AGM dated 30th May, 2016, that were put to vote, were generated from the e-voting website of National Securities Depository Limited (NSDL), and based on such reports generated, the result of e-voting is as under :-Cont. page 2



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: 2:

Item No. 1: (Ordinary Resolution): - Adoption of audited financial statements of the Company for the financial year ended 31<sup>st</sup> March, 2016, and the reports of the Board of Directors and Auditors thereon.

(i) Voted in favour of the resolution (out of valid votes cast):

Number of members voted | Number of votes cast by them | % of total number of valid votes cast

43 2,78,36,121 100.00

(ii) Voted against the resolution (out of valid votes cast):

Number of members voted Number of votes cast by them % of total number of valid votes cast

Nil Nil Nil

(iii) Invalid Votes:

Total Number of members whose votes were declared invalid	Total Number of votes cast by them
Nil	Nil

Item No. 2: (Ordinary Resolution): - Declaration of dividend on Equity Shares for the financial year ended 31<sup>st</sup> March, 2016.

(i) Voted in favour of the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
43	2,78,36,121	100.00

(ii) Voted against the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil .	Nil

(iii) Invalid Votes:

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Total Number of members whose votes were declared invalid	Total Number of votes cast by them
Nil	Nil

Item No. 3: (Ordinary Resolution) - Appointment of a Director in place of Ms. Nandini Khaitan (DIN- 06941351), who retires from office by rotation, and being eligible, offer herself for re-appointment.

(i) Voted in favour of the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
43	2,78,36,121	100.00

(ii) Voted against the resolution (out of valid votes cast):

(iii)	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
(3)	Nil	Nil	Nil

(iii) Invalid Votes:

Total Number of members whose votes were declared invalid	Total Number of votes cast by them
Nil Nil	Nil
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Cont. page 3



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# K. GULGULIA & CO. Chartered Accountants

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: 3:

Item No. 4: (Ordinary Resolution): - Ratify the Appointment of Auditors and to fix their remuneration.

(i) Voted in favour of the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
43	2,78,36,121	100.00

(ii) Voted against the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid Votes:

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Total Number of members whose votes were	Total Number of votes cast by them
declared invalid	NU
Nil	Nil

<u>Item No. 5: (Special Resolution):</u> - Re-Appointment of Mr. Rajendra Kumar Dabriwala (DIN- 00086658) as Managing Director.

(i) Voted in favour of the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
43	2,78,36,121	100.00

(ii) Voted against the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast		
Nil	Nil	Nil		

(iii) Invalid Votes:

Total Number of members whose votes were	Total Number of votes cast by them
declared invalid	Nil
NII	1111

The Report of E-Voting in the format prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is enclosed as Annexure – "A" (3 pages). Note: All the above resolutions passed by Majority

Thanking You,

Yours Faithfully,

Khishboo algelia.

[KHUSHBOO GULGULIA] Chartered Accountant-in-Practice Membership No. 306808

Place: Kolkata

Dated: 24th September, 2016





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Format for Voting Results prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, being part of Scrutinizer's Report (E-voting result)

ANNEXURE - "A" (Page 1 of 3)

Cont. page 2

Date of the AGM	24-09-2016
Total number of shareholders on record date	1,845
No. of shareholders presented in the meeting either in person or through proxy:  Promoters and Promoters Group:  Public:	8. Signal (C) (K. L. C) (K. L. C) (K. L. C)
No. of shareholders attended the meeting through Video Conferencing:  Promoters and Promoters Group: Public:	NIL

Agenda – wise disclosure

Resolutions / Agenda No. 1: (Ordinary Resolution): - Adoption of audited financial statements of the Company for the financial year ended 31st March, 2016, and the reports of the Board of Directors and Auditors thereon.

Resolution required : (Ordinary/Special)			ORDINARY RESOLUTIONS						
Whether promoter interested in the ager	/ promoter gro		NO						
Pro	Mode of Voting	No. of shares held	No of voted polled	% of Votes Polled on outstanding	No of Votes – favour	No of Votes - against		% of Votes against on vot polled	
8u5 100 3 100 3		(1)	(2)	shares (3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)] 100	
Promoter and Promoter Group	E-voting	2,52,38,344	2,50,84,544	99.39	2,50,84,544	NIL		NIL	
Public-Institutions	E-voting	NIL	NIL	NIL	NIL	NIL	THE RESERVE TO SERVE THE PARTY OF THE PARTY		
Public- Non Institutions	E-voting	4,22,61,656	27,51,577	6.51	27,51,577	7 NIL	100.00	NIL	
TOTAL	E-voting	6,75,00,000	2,78,36,121	41.24	2,78,36,121	1 NIL	100.00	0 NIL	

Resolutions / A		: (Ordinary	y Resolution	): - Declarati	on of dividen	d on Equity	Shares for the j	10 70
Resolution (Ordinary/Special	required		ORDINARY	RESOLUTIONS	3			100
Whether promoter / promoter group are interested in the agenda/resolution			NO .				. 00 00	
Proc Category	Mode of Voting	No. of shares held	No of voted polled	% of Votes Polled on outstanding	No of Votes – favour	No of Votes - against	% of Votes in favour on votes polled	% of Votes against on vote polled
Lite (1) Pulit S Lite (a	35	(1)	(2)	shares (3)=[(2)/(1)]*10 0	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]* 100
de d				00.20	2 50 94 544		100.00	p 14-

2,50,84,544 99.39 2,50,84,544 2,52,38,344 Promoter and - NIL --- NIL ---Promoter Group E-voting --- NIL ---N. A. ------ NIL ------- NIL ----- NIL ------ NIL --Public-Institutions E-voting 100.00 --- NIL ---6.51 27,51,577 4,22,61,656 27,51,577 Public-Non -NIL Institutions E-voting 2,78,36,121 --- NIL ------ NIL -41.24 6,75,00,000 2,78,36,121 TOTAL



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Format for Voting Results prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, being part of Scrutinizer's Report (E-voting Result]

### ANNEXURE - "A" (Page 2 of 3)

Resolutions / Agenda No. 3: (Ordinary Resolution): - Appointment of a Director in place of Ms. Nandini Khaitan (DIN 06941351), who retires from office by rotation, and being eligible, offer herself for re-appointment.

Resolution required : (Ordinary/Special)			ORDINARY RESOLUTIONS						
Whether promoter / promoter group are			NO The state of th						
Category  Life 107	nda/resolution Mode of Voting	No. of shares held	No of voted polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] *100	favour	No of Votes - against  (5)	favour on votes polled (6)=[(4)/(2)]*10 0		
Promoter and Promoter Group	E-voting	2,52,38,344	2,50,84,544	99.39	2,50,84,544	NIL	100.00	NIL	
Public-Institutions	E-voting	NIL	NIL	NIL	NIL	NIL	Line Cally Inch	N.A	
Public-Non		4,22,61,656	27,51,577	6.51	27,51,577	NIL	100.00	NIL	
Institutions MasTOTAL	E-voting	6,75,00,000	2,78,36,121	41.24	2,78,36,12	1 NIL	100.00	) NIL	

Resolutions / Agenda No. 4: (Ordinary Resolution): - Ratify the Appointment of Auditors and to fix their remuneration. ORDINARY RESOLUTIONS Resolution required: (Ordinary/Special) Whether promoter / promoter group are interested in the agenda/resolution % of Votes % of Votes in No of Votes -No of Votes % of Votes No. of shares No of voted against on vote favour on votes Mode of Pro Category - against Polled on favour polled held polled Voting polled outstanding shares (2) (7)=[(5)/(2)]\*(6)=[(4)/(2)]\*100(5) (3)=[(2)/(1)](4) (1) 100 Public N \*100 100.00 2,50,84,544 99.39 2,50,84,544 2,52,38,344 Promoter and -- NIL ----- NIL --E-voting Promoter Group --- N. A. ------ N.A. --- NIL ------ NIL ----- NIL ----- NIL ----- NIL ---E-voting **Public-Institutions** 100.00 --- NIL ---27,51,577 6.51 27,51,577 4,22,61,656 --- NIL Public- Non E-voting 100.00 ---- NIL -Institutions 2,78,36,121 --- NIL ---41.24 2,78,36,121 6,75,00,000 TOTAL





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Format for Voting Results prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, being part of Scrutinizer's Report (E-voting Result]

#### ANNEXURE - "A" (Page 3 of 3)

Resolutions / Agenda No. 5: (Special Resolution): - Re-Appointment of Mr. Rajendra Kumar Dabriwala (DIN- 00086658

as Managing Director Resolution required : (Ordinary/Special) SPECIAL RESOLUTIONS NO Except Mr. R.K. Dabriwala, None of the promoter is, in any way, Whether promoter / promoter group are concerned or interested, financially or otherwise, in the resolution interested in the agenda/resolution? % of Votes in No of Votes % of Votes No. of shares % of Votes No of Votes -Mode of No of voted Category - against favour on votes against on vote held polled Polled on favour Voting 954 polled polled outstandin g shares (2) (4) (5) (6)=[(4)/(2)]\*100(7)=[(5)/(2)]\*(1) (3)=[(2)/(1)17 11 100 |\*100 100.00 2,52,38,344 2,50,84,544 99.39 2,50,84,544 Promoter and --- NIL ------ NIL ---Promoter Group E-voting

--- N. A. ------ NIL ------ NIL ----- NIL ---- NIL ----- NIL ------- N.A.--Public-Institutions E-voting --- NIL ---100.00 27,51,577 4,22,61,656 27,51,577 6.51 Public- Non -- NIL -Institutions E-voting --- NIL ---100.00 ---- NIL --6,75,00,000 41.24 2,78,36,121 TOTAL 2,78,36,121

Kolkata-1

Note: All the above resolutions passed by Majority

Thanking You,

Yours Faithfully,

Khuchboo Culgolo

[KHUSHBOO GULGULIA] Chartered Accountant-in-Practice Membership No. 306808

Place: Kolkata

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Dated: 24th September, 2016



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Ph: 033 - 2243 7820

Email:khushboo.gulgulia@yahoo.com

#### FORM NO. MGT - 13 REPORT OF SCRUTINIZER FOR BALLOT FORM VOTING

Pursuant to Section 109 of Companies Act, 2013, and Rule 21(2) of the Companies (Management and Administration) Amendment Rules, 2015]

To

The Chairman,

Annual General Meeting of the Equity Shareholders of

INTERNATIONAL CONVEYORS LIMITED held on Saturday, the 24th September, 2016 at 2.00 P.M. at Falta SEZ, Sector-II, Near Pump House No. 3, Village and Mouza - Akalmegh, Dist. 24 Parganas (S), West Bengal-743504.

Dear Sir,

I, Khushboo Gulgulia, a Chartered Accountant-in-Practice, have been appointed as a Scrutinizer by the Board of Directors INTERNATIONAL CONVEYORS LTD. (the Company) for the purpose of scrutinizing and Poll through Ballot For facility pursuant to Section 109 of the Companies Act, 2013, read with Rule 21 of the Companies (Management ar Administration) Amendment Rules, 2015, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirement Regulations, 2015, in the resolutions contained in the notice of the Annual General Meeting (AGM) of the members of the Company dated 30th May, 2016, held on Saturday, the 24th September, 2016 at 2.00 P.M. at Falta SEZ, Sector-II, Near Pur House No. 3, Village and Mouza - Akalmegh, Dist. 24 Parganas (S), West Bengal-743504.

- 1. The management of the Company is responsible to ensure compliance with the requirements of the Act and Rules relating to voting through remote e-voting and ballot forms means on the resolution proposed in the Notice of the 43rd Annual General Meeting (AGM) of the members of the Company dated 30th May, 2016. My responsibility as the Scrutinizer for the process of voting through ballot form at the venue of AGM is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to make a Scrutinizer's report of the votes cast in "favour" or "against" on the resolutions proposed in the notice to the 43rd AGM of the Company, through ballot forms at the venue of Annual General Meeting in respect of the resolutions considered at the 43rd Annual General Meeting of the Shareholders of the Company.
- Ballot Form facility provided at the venue of the Annual General Meeting was optional till all the resolutions were considered and voted upon, only by members attending the meeting and who have not voted through Remote evoting.
- 3. After the time fixed for closing of the poll by the chairman, ballot box kept for polling was locked in my presence with due identification marks placed by me.
- The locked box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll Language papers were reconciled with the records maintained by the registrar and transfer agents of the company and the authorizations / proxies lodged with the Company.
  - 5. The poll papers which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately.
  - The result of the poll is as under:-





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: 2:

Item No. 1: - Adoption of audited financial statements of the Company for the financial year ended 31st March, 2016, and the reports of the Board of Directors and Auditors thereon. (Ordinary Resolution)

1	(i)	Voted	in	favour	of the	resolution	•
- 1	11	V OLCU	111	Iavoui	or the	resolution	

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(ii) Voted against the resolution:

	Number of votes cast by them	% of total number of valid votes cas	
and voting (in person or by proxy)			
NIL	NIL	NIL	

(iii) Invalid Votes:

<u>Itemil</u> The kept

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Item A

Total Number of Members (in person or by Proxy), whose votes were declared Invalid	Total number of votes cast by them	
NIL	NIL	

Item No. 2: - Declaration of dividend on Equity Shares for the financial year ended 31st March, 2016. (Ordinary Resolution

(i) Voted in favour of the resolution:

and voting (in person or by	Number of votes cast by them	% of total number of valid votes cas	
proxy) NIL	NIL	NII.	

(ii) Voted against the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NII.

(iii) Invalid Votes:

Total Number of Members (in person or by Proxy), whose votes were declared Invalid	Total number of votes cast by them	
NIL	NIL	



Cont. page 3



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: 3:

Item No. 3: - Appointment of a Director in place of Ms. Nandini Khaitan (DIN- 06941351), who retires from office by rotation, and being eligible, offer herself for re-appointment. (Ordinary Resolution)

(	i)	V	oted	in	favour	of the	resol	lution	
- 1			~~~~	-	ACCT O'CLE	OI HIL	1030	ullull	

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	, NIL	NII

(ii) Voted against the resolution:

Number of Members present and voting (in person or by	Number of votes cast by them	% of total number of valid votes cast		
proxy)		F I		
NIL	· NIL	NIL		

(iii) Invalid Votes:

Total Number of Members (in person or by Proxy), whose votes were declared Invalid	Total number of votes cast by them	
NIL	NIL	

Item No. 4: - Ratify the appointment of Auditors and to fix their remuneration. (Ordinary Resolution)

(i) Voted in favour of the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast	
NIL	NIL	NIL	

(ii) Voted against the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NII.

(iii) Invalid Votes:

3 4 .-

Hem. N

item y

Total Number of Members (in person or by Proxy), whose votes were declared Invalid	Total number of votes cast by them
NIL *	NIL





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#### K. GULGULIA & CO. **Chartered Accountants**

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Email:khushboo.gulgulia@yahoo.com

Item No. 5: - Re-Appointment of Mr. Rajendra Kumar Dabriwala (DIN- 00086658) as Managing Director. (Special Resolution)

(i) Voted in favour of the resolution: Number of votes cast by them | % of total number of valid votes cast Number of Members present and voting (in person or by proxy) NIL NIL NIL

(ii) Voted against the resolution: Number of votes cast by them | % of total number of valid votes cast Number of Members present Memb and voting (in person or by proxy) Her NIL NIL NIL

(iii) Invalid Votes: Total number of votes cast by them Total Number of Members (in person or by Proxy), whose votes were declared Invalid NIL NIL

Based the foregoing, the aforesaid resolutions shall be deemed to have been passed with the requisite majority.

The Report of Ballot Form Voting in the format prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is enclosed as Annexure - "A" (3 pages).

All the relevant records, relating to the voting through ballot form and remote e-voting is under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Note: No vote was cast through Ballot Form

Thanking You, Yours Faithfully,

Khushboo Culphia

[KHUSHBOO GULGULIA] Chartered Accountant-in-Practice

Membership No. 306808

No.

The state Yo:

Themi 以且以为 Charl hor . P.

Place: Kolkata Dated: 24th September, 2016





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#### K. GULGULIA & CO. **Chartered Accountants**

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### Format for Voting Results prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, being part of Scrutinizer's Report [Ballot Form voting result]

### ANNEXURE - "A" (Page 1 of 3)

Date of the AGM	24-09-2016
Total number of shareholders on record date	1,845
No. of shareholders present in the meeting either in person or through proxy:  Promoters and Promoters Group:	8 10
No. of shareholders attended the meeting through Video Conferencing:  Promoters and Promoters Group: Public:	NIL NIL

Agenda - wise disclosure

**Ballot Form** 

Resolutions / Agenda No. 1: (Ordinary Resolution): - Adoption of audited financial statements of the Company for the r ended 31st March, 2016, and the reports of the Board of Directors and Auditors thereon.

Resolution required			ORDINARY RESOLUTIONS							
Whether promoter / promoter group are interested in the agenda/resolution?			NO							
Category No. pf	Mode of Voting	No. of shares held	No of voted polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No of Votes - favour (4)	No of Votes - against  (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]* 100		
Promoter and Promoter Group	Ballot Form	2,52,38,344	NIL	NIL	NIL	NIL	N.A	NIL		
Public-Institutions	Ballot Form	NIL	NIL	NIL	NIL	NIL	N. A	N.A		
Dublic- Non		4,22,61,656	NIL	NIL	NIL	NIL	NIL	NIL		

Resolutions / Agenda No. 2: (Ordinary Resolution): - Declaration of dividend on Equity Shares for the financial year ended 31st March. 2016.

--- NIL --

6,75,00,000 --- NIL --

Resolution required	l: (Ordinary/Spe	ecial)	ORDINAL	ORDINARY RESOLUTIONS							
Whether promoter	Whether promoter / promoter group are nterested in the agenda/resolution ?			NO							
Category Unit Prom Z. Pro Z.		No. of shares held	No of voted polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No of Votes - favour (4)	No of Votes - against  (5)	% of Votes in favour on votes polled  (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]* 100			
Promoter and Promoter Group	Ballot Form	2,52,38,344	NIL	N.A	NIL	NIL	N.A	NIL			
Public-Institutions	Ballot Form	NIL	NIL	NIL	NIL	NIL	N. A	N.A			
Public- Non Institutions	Ballot Form	4,22,61,656	NIL	NIL	NIL	NIL	NIL 1	NIL			
TOTAL		6,75,00,000	NIL	THE STATE OF THE S	NIL	NIL	NIL	NIL			

Kolkata-

Whorse interests

Institutions

TOTAL



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# K. GULGULIA & CO. Chartered Accountants

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Format for Voting Results prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, being part of Scrutinizer's Report [Ballot Form voting result]

#### ANNEXURE - "A" (Page 2 of 3)

Resolutions / Agenda No. 3: (Ordinary Resolution): - Appointment of a Director in place of Ms. Nandini Khaitan (DIN-06941351), who retires from office by rotation, and being eligible, offers herself for re-appointment. Resolution required: (Ordinary/Special) ORDINARY RESOLUTIONS Whether promoter / promoter group are NO interested in the agenda/resolution? Mode of No. of shares No of % of Votes No of Votes No of Votes % of Votes in % of Votes Category Voting held voted Polled on - favour - against favour on votes against on votes polled outstanding polled polled shares (7)=[(5)/(2)]\*(3)=[(2)/(1)]\*100(1) (2) (4) (5) (6)=[(4)/(2)]\*100100 2,52,38,344 Promoter and --- N.A. ------ NIL ----- NIL --Promoter Group ---- N.A. ------- NIL ------- NIL ---**Ballot Form Public-Institutions** --- NIL ------ NIL ------ NIL ------- NIL ------ NIL ------ N. A. ------- N.A.----**Ballot Form** --- NIL ----- NIL ----- NIL ----- NIL ----- NIL ----- NIL --Public- Non 4,22,61,656 Institutions **Ballot Form** --- NIL --TOTAL 6,75,00,000 --- NIL ----- NIL ----- NIL ----- NIL ----- NIL --

Resolutions / A	Agenda No.	4 : (Ordin	ary Reso	lution) : - Re	atify the a	ppointment	of Auditors an	nd to fix their		
remuneration.	Taranta in a									
Resolution required	d: (Ordinary/Spe	ecial)	ORDINAL	RY RESOLUTION	NS					
Whether promoter interested in the ag			NO The second se							
Pro Category Pro Su Pul Su Pul Su	Mode of Voting	No. of shares held	No of voted polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No of Votes - favour  (4)	No of Votes - against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]* 100		
Promoter and Promoter Group	Ballot Form	2,52,38,344	NIL	N.A	NIL	NIL	N.A	NIL		
Public-Institutions	Ballot Form	NIL	NIL	NIL	NIL	NIL	N. A	N.A		
Public- Non Institutions	Ballot Form	4,22,61,656	NIL	NIL	NIL	NIL	NIL	NIL		
TOTAL		6,75,00,000	NIL	NIL	NIL	NIL	NIL	NIL		



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#### K. GULGULIA & CO. **Chartered Accountants**

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Format for Voting Results prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, being part of Scrutinizer's Report [Ballot Form voting result]

ANNEXURE - "A" (Page 3 of 3)

Resolutions / A	Agenda No.	5 : ((Specia	l Resolut	tion): - Re-App	ointment o	of Mr. Raje	endra Kumar D	abriwala(DIN-
00086658) as M								
Resolution required: (Ordinary/Special) Whether promoter / promoter group are interested in the agenda/resolution?			ORDINA	RY RESOLUTIO	NS		4 - 1	
			NO 1					
Category	Mode of Voting	No. of shares held	No of voted polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No of Votes - favour	No of Votes - against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*
Promoter and Promoter Group	Ballot Form	2,52,38,344	NIL	N.A	NIL	NIL	N.A	NIL
Public-Institutions	Ballot Form	NIL	NIL	NIL	NIL	NIL	N. A	N.A
Public- Non Institutions	Ballot Form	4,22,61,656	NIL	NIL	NIL	NIL	NIL	NIL
TOTAL		6,75,00,000	NIL	NIL	NIL	NIL	NIL	NIL

Note: No vote was cast through Ballot Form

Thanking You,

Re.

Yours Faithfully,

Properties Culculia

KHUSHBOO GULGULIA] Chartered Accountant-in-Practice Membership No. 306808

Place: Kolkata

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Dated: 24th September, 2016





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# CONSOLIDATED SCRUTINIZER'S REPORT [Voting through Remote E-Voting and Ballot Form Facility]

[Pursuant to Section 108 and 109 of Companies Act, 2013 and Companies (Management and Administration)

Amendment Rules, 2015]

To

Chi N

The Chairman,

43rd Annual General Meeting of the Equity Shareholders of

INTERNATIONAL CONVEYORS LIMITED held on Saturday, the 24<sup>th</sup> September, 2016 at 2.00 P.M. at at Falta SEZ, Sector-II, Near Pump House No. 3, Village and Mouza - Akalmegh, Dist. 24 Parganas (S), West Bengal-743504.

Dear Sir,

I. Khushboo Gulgulia, a Chartered Accountant -in-Practice, have been appointed as a Scrutinizer by the Board of Directors (INTERNATIONAL CONVEYORS LIMITED. (the Company) for the purpose of scrutinizing the e-voting process (remo e-voting) under the provisions of Section 108 of the Companies Act, 2013 (the 'Act') read with Rule 20 of the Companie (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations ar Disclosure Requirements) Regulations, 2015, and Poll through Ballot Form facility pursuant to Section 109 of the Companie Act, 2013, read with Rule 21 of the Companies (Management and Administration) Rules, 2014, in the resolutions contained the notice of the Annual General Meeting (AGM) of the members of the Company dated 30<sup>th</sup> May, 2016, held on Saturda the 24<sup>th</sup> September, 2016 at 2.00 P.M. at Falta SEZ, Sector-II, Near Pump House No. 3, Village and Mouza - Akalmegh, Dis 24 Parganas (S), West Bengal-743504.

- The management of the Company is responsible to ensure compliance with the requirements of the Act and Rules relating to voting through remote e-voting and ballot forms means on the resolution proposed in the Notice of the 43<sup>rd</sup> Annual General Meeting (AGM) of the members of the Company dated 30<sup>th</sup> May, 2015. My responsibility as the Scrutinizer for the process of voting through remote e-voting and ballot form at the venue of AGM is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to make a Scrutinizer's report of the votes cast in "favour" or "against" on the resolutions proposed in the notice to the 43<sup>rd</sup> AGM of the Company, based on the reports generated from e-voting systems provided by National Securities Depository Limited (NSDL), the authorized agency to provide e-voting facilities, engaged by the Company for voting through electronics means and votes cast through ballot forms at the venue of Annual General Meeting in respect of the resolutions considered at the 43<sup>rd</sup> Annual General Meeting of the Shareholders of the Company.
- 2. In terms of the aforesaid Notice and as prescribed in the aforesaid rules, the remote e-voting facilities were kept open form Wednesday, the 21<sup>st</sup> September, 2016 at 10.00 A.M. to Friday, the 23<sup>rd</sup> September, 2016 at 5.00 P.M. and Members were requested to cast their votes electronically convening their assent or dissent in respect of the resolutions on e-voting platform provided by NSDL.
  - 3. The Member of the Company as on "cut off" date i.e. on Monday, the 17<sup>th</sup> September, 2016, were entitled to vote on the resolutions (item No. 1 to 4) as set out in the notice of 43<sup>rd</sup> AGM of the Company.
  - 4. Ballot Form facility provided at the venue of the Annual General Meeting was optional till all the resolutions were considered and voted upon, only by members attending the meeting and who have not voted through Remote evoting.

5. At the end of the voting period on Friday, the 23<sup>rd</sup> provider was blocked forthwith.

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: 2:

6. The votes cast were unblocked on 24/09/2016 in the presence of two witnesses Ms. Priyanka Choraria & Ms. Rukhsar who are not in employment of the Company and they have signed below in confirmation of the votes being unblocked in their presence.

Prujanka Choraria Witness 1: Ms. Priyanka Choraria Rukhsar Witness 2: Ms. Rukhsar

- 7. The total paid-up equity share capital of the Company as on "cut-off" date 17th September, 2016, was Rs.6,75,00,000/- divided into 6,75,00,000 equity shares of Rs.1/- each.
  - Thereafter, the details containing inter-alia, list of Equity Share Holders, who voted "for", "against" each of the resolution contained in the notice of the AGM dated 30th May, 2016, that were put to vote, were generated from the e-voting website of National Securities Depository Limited (NSDL), and based on such reports,

The brief analysis of the results of the voting through remote e-voting and Ballot Form facility are as under:-

Item No. 1: Ordinary Resolution: - Adoption of audited financial statements of the Company for the financial year ended 31st March, 2016, and the reports of the Board of Directors and Auditors thereon.

Particulars	No. of Votes contained in								
	Remo	Remote E-Voting		Ballot Form		Total			
	No.	Votes	No.	Votes	No.	Votes	(%)		
Assent	43	2,78,36,121	Nil	Nil	43	2,78,36,121	100.00		
Dissent	Nil	Nil	Nil	Nil	Nil	Nil	Nil		
Total	43	2,78,36,121	Nil	Nil	43	2,78,36,121	100.00		
Abstain/Invalid	Nil	Nil	Nil	Nil	Nil	Nil	Nil		

Item No. 2: (Ordinary Resolution):- Declaration of dividend on Equity Shares for the financial year ended 31st March, 2016.

	No. of Votes contained in							
	Rem	Remote E-Voting		Ballot Form	Total		Percentage	
	No.	Votes	No.	Votes	No.	Votes	(%)	
Assent	43	2,78,36,121	Nil	.Nil	43	2,78,36,121	100.00	
Dissent	Nil	Nil	Nil	Nil	Nil	Nil	Nil	
Total	43	2,78,36,121	Nil	Nil	43	2,78,36,121	100.00	
Abstain/Invalid	Nil	Nil	Nil	Nil	Nil	Nil	Nil	

Item No. 3: (Ordinary Resolution): - Appointment of a Director in place of Ms. Nandini Khaitan (DIN-06941351).

who retires from office by rotation, and being eligible offers herself for re-appointment

		No. of Votes contained in								
	Rem	Remote E-Voting		Ballot Form		Total				
	No.	Votes	No.	Votes	No.	Votes	(%)			
Assent	43	2,78,36,121	Nil	Nil	43	2,78,36,121	100.00			
Dissent	Nil	Nil	Nil	Nil	Nil	Nil_	Nil			
Total	43	2,78,36,121	Nil	Nil	43	2,78,36,121	100.00			
Abstain/Invalid	Nil	Nil	Nil	Alle	Nil	Nil	Nil			

Cont. page 3



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Email:khushboo.gulgulia@yahoo.com

: 3:

Item No. 4: (Ordinary Resolution): - Ratify the appointment of Auditors and to fix their remuneration.

Particulars	No. of Votes contained in							
	Remote E-Voting		Instapoll (Ballot Form)		Total		Percentage (%)	
	No.	Votes	No.	Votes	No.	Votes	(70)	
Assent	43	2,78,36,121	Nil	Nil	43	2,78,36,121	100.00	
Dissent	Nil	Nil	Nil	Nil	Nil	Nil	Nil	
Total	43	2,78,36,121	Nil	Nil	43	2,78,36,121	100.00	
Abstain/Invalid	Nil	Nil	Nil	Nil	Nil	Nil	Nil	

<u>Item No. 5: (Special Resolution)</u>: - Re-Appointment of Mr. Rajendra Kumar Dabriwala (DIN- 00086658) as Managing Director.

Particulars	No. of Votes contained in								
	Remote E-Voting		Insta	Instapoll (Ballot Form)		Total			
	No.	Votes	No.	Votes	No.	Votes	(%)		
Assent	43	2,78,36,121	Nil	Nil	43	2,78,36,121	100.00		
Dissent	Nil	Nil	Nil	Nil	Nil	Nil	Nil		
Total	43	2,78,36,121	Nil	Nil	43	2,78,36,121	100.00		
Abstain/Invalid	Nil	Nil	Nil	Nil	Nil	Nil	Nil		

Based on the foregoing, the aforesaid resolutions shall be deemed to have been passed with the requisite majority.

The Report of E-Voting in the format prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is enclosed as Annexure – "A" (3 pages).

All the relevant records, relating to the voting through ballot form and remote e-voting is under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Note: All the above resolutions passed by Majority

Thanking You, Yours Faithfully,

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[KHUSHBOO GULGULIA] Chartered Accountant-in-Practice Membership No. 306808

Place: Kolkata

T. de

Dated: 24th September, 2016

Kolkata-1



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Email:khushboo.gulgulia@yahoo.com

# Format for Voting Results prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, being part of Scrutinizer's Report (E-voting & Ballot Form Poll)

### ANNEXURE - "A" (Page 1 of 3)

Date of the AGM	24-09-2016
Total number of shareholders on record date	1,845
No. of shareholders presented in the meeting either in person or through proxy:  Promoters and Promoters Group:  PoPublic:	8
No. of shareholders attended the meeting through Video	10
Conferencing:	
Promoters and Promoters Group:	NIL
Public :	NIL

Agenda - wise disclosure

Main

Resolutions / A	genda No. 1 :	(Ordinary	Resolution	): - Adoption of	f audited fi	nancial stat	tements of the Co	ompany for the
financial year er	ided 31st Marc	h, 2016, and	d the report	s of the Board o	of Directors	and Audite	ors thereon.	1 7 3
Resolution (Ordinary/Special)	required	:		Y RESOLUTION			E Z	
Whether promoter			NO	- 198.00				V. T
Category	Mode of Voting	No. of shares held	No of voted polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No of Votes - favour (4)	No of Votes - against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and	E-Voting	2,52,38,344	2,50,84,544	99.39	2,50,84,544	NIL	100.00	NIL
Promoter Group	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
A "i	Postal Ballot (If applicable) Total	NIL	NIL	N. A	NIL	NIL	N. A	N. A
Public-Institutions	E-Voting	NIL	NIL	N. A	NIL	NIL	N. A	N. A
lOrdink Wheeker	Poll	NIL	NIL	N. A	NIL	NIL	N. A	N. A
are inte	Postal Ballot (If applicable)	NIL	NIL	N. A	NIL	NIL	N. A	N. A
	Total	NIL	NIL	, N. A	NIL	NIL	N. A	N. A
Public- Non	E-Voting	4,22,61,656	27,51,577		27,51,577	NIL	100.00	NIL
Institutions	Poll	NIL -	NIL	NIL	NIL		NIL	NIL
Pros. ev	Postal Ballot (If applicable)	NIL	NIL	N. A	NIL	NIL	N. A	N. A
70	Total					E-1057 S		
TOTAL		6,75,00,000	2,78,36,121	41.24	2,78,36,121	NIL	100.00	NIL





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Resolutions * A	A CONTRACTOR OF THE PARTY OF TH	(Ordinary	Resolution	n) : - Declaratio	on of divide	nd on Equi	ty Shares for the	financial year	
Resolution (Ordinary/Special)	required								
Whether promoter are interested in th	/ promoter gr	Control Control Control Control	NO				*		
Category	Mode of Voting	No. of shares held	No of voted polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No of Votes - favour  (4)	No of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]* 100	
Promoter and	E-Voting	2,52,38,344	2,50,84,544	99.39	2,50,84,544	NIL	100.00	NIL	
Promoter Group	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL	
Tal	Postal Ballot (If applicable) Total	NIL	NIL	N. A	NIL	NIL	N. A	N. A	
Public-Institutions	E-Voting	NII	NIL	N A	NII	NII	N A	N A	

<u> </u>	Total				-			NIL
Public-Institutions	E-Voting	NIL	NIL	N. A	NIL	NIL	N. A	N. A
Chr. Inch	Poll	NIL	NIL	N. A	NIL	NIL	N. A /	N. A
	Postal Ballot (If applicable)	NIL	NIL	N. A	NIL	NIL	N. A	N. A
No. of the last of	Total	NIL	NIL	N. A	NIL	NIL	N. A	N. A
Public- Non	E-Voting	4,22,61,656	27,51,577	6.51	27,51,577	NIL	100.00	NIL
Institutions	Poll	NIL -	NIL	NIL	NIL		NIL	NIL
Prom 2. Pro	Postal Ballot (If applicable)	NIL	NIL	N. A	NIL	NIL	N. A	N. A
TOWN.	Total							
TOTAL	San Her Barren	6,75,00,000	2,78,36,121	41.24	2,78,36,121	NIL	100.00	NIL
Put 5	30					We the second		

Resolutions / Agenda No. 3: (Ordinary Resolution): - Appointment of a Director in place of Ms. Nandini Khaitan (DIN-06941351), who retires from office by rotation, and being eligible, offers herself for re-appointment.

Resolution (Ordinary/Special)	required	:	ORDINAR	Y RESOLUTION				
Whether promoter		- CA - CE	NO					
Language Category	Mode of Voting	No. of shares held	No of voted polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No of Votes - favour	No of Votes - against  (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and	E-Voting	2,52,38,344	2,50,84,544	99.39	2,50,84,544	NIL	100.00	2,50,84,544
Promoter Group	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Re 1	Postal Ballot (If applicable) Total	NIL	NIL	· N. A	NIL	NIL	N. A	NIL
Public-Institutions	E-Voting	NIL	NIL	N. A:	NIL	NIL	N. A	NIL
	Poll	NIL	NIL	N. A	NIL	NIL	N. A	NIL
arenac	Postal Ballot		770 77	CHELLIA ST				
Carried A	(If applicable)	NIL	NIL	N. A	NIL	NIL	N. A	NIL
instrum i	Total	NIL	NIL	N. A	NIL	NIL	N. A	NIL
Public- Non	E-Voting	4,22,61,656	27,51,577	6.51	27,51,577	NIL	100.00	27,51,577
Institutions	Poll	NIL -	NIL	NIL	NIL		NIL	NIL
QUIGULL	Postal Ballot (If applicable)	NIL	NIL	N. A	NIL	NIL	N. A	NIL
KGOTAL C	Total	6,75,00,000	2,78,36,121	41.24	2,78,36,121	NIL	100.00	2,78,36,121



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# K. GULGULIA & CO. Chartered Accountants

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Email:khushboo.gulgulia@yahoo.com

Resolution require	ORDINARY RESOLUTIONS										
Whether promoter / promoter group are interested in the agenda/resolution?			NO								
Category	Mode of Voting	No. of shares held	No of voted polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No of Votes - favour  (4)	No of Votes - against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]* 100			
Promoter and Promoter Group	E-Voting	2,52,38,344	2,50,84,54 4	99.39	2,50,84,544	NIL	100.00	NIL			
Torre or or	Poll	NIL	NIL	NIL	NIL	NIL	NIL	NIL			
	Postal Ballot (If applicable) Total	NIL	NIL	N. A	NIL	NIL	N. A	N. A			
Public-Institutions	E-Voting	NIL	NIL	N. A	NIL	NIL	N. A	N. A			
Resulati	Poll	NIL	NIL	, N. A	NIL	NJL	N. A	N. A			
Whether QCO of	Postal Ballot (If applicable)		NIL	N. A	NIL	-NIL-	N. A	N. A			
H(\$1 12"	Total	NIL	NIL	N. A	NIL	NIL	N. A	N. A			
Public- Non	E-Voting	4,22,61,656	27,51,577	6.51	1100000000	NIL	100.00	NIL			
nstitutions	Poll	NIL	NIL	NIL	NIL		NIL	NIL			
	Postal Ballot (If applicable)	NIL	NIL	N. A	NIL	NIL	N. A	N. A			
Pio a.	Total					****	400.00	NIX			
TOTAL		6,75,00,000	2,78,36,12	41.24	2,78,36,121	NIL	100.00	NIL			





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Resolutions\*/ Agenda No. 5: (Special Resolution): - Re-Appointment of Mr. Rajendra Kumar Dabriwala(DIN-00086658) as Managing Director. ORDINARY, RESOLUTIONS Resolution required: (Ordinary/Special) Whether promoter / promoter group are interested in the agenda/resolution? No of Votes % of Votes in % of Votes % of Votes No of Votes Category No. of shares No of voted Mode of favour on votes against on votes polled Polled on - favour - against held Voting polled outstanding polled (7)=[(5)/(2)]\*(2) shares (5) (6)=[(4)/(2)]\*100100 (4) (1) (3)=[(2)/(1)]\*100 --- NIL --E-Voting 2,52,38,344 2,50,84,544 99.39 2,50,84,544 --- NIL --100.00 Promoter and Poll --- NIL ----- NIL ------ NIL ----- NIL ----- NIL ------ NIL ----- NIL --Promoter Group **Postal Ballot** -- N. A. ------ NIL ----- N. A. ---(If applicable) --- NIL ----- NIL ------ N. A. ---- NIL ------ NIL --141. Total --- N. A. ------ NIL ----- N. A. ----- NIL ---**Public-Institutions** E-Voting --- NIL ----- NIL ------ N. A. ------ N. A. ----- NIL ----- N. A. ---Poll --- NIL ------ NIL ------ N. A. ---- NIL --Postal Ballot W --- NIL ----- N. A. ------ N. A. ---- NIL ---NIL ------ N. A. ---(If applicable) - NIL ------ N. A. ------ NIL ----- N. A. --- NIL . NIL ------ N. A. ---Total --- NIL ---100.00 -- NIL ---6.51 27,51,577 --- NIL ---27,51,577 4,22,61,656 Public- Non E-Voting NIL ------ NIL ---- NIL ---NIL Institutions Poll -- NIL --NIL ---Postal Ballot -- NIL ------ NIL ----- N. A. ------ N. A. ----- NIL ------ N. A. ---(If applicable) -- NIL --Total 6,75,00,000 2,78,36,121 41.24 2,78,36,121 --- NIL ---100.00 -- NIL ---PromeroTAL

Note: All the above resolutions passed by Majority

Thanking You,

Yours Faithfully,

Kinshbao aufolia

[KHUSHBOO GULGULIA] Chartered Accountant-in-Practice Membership No. 306808

Place: Kolkata

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Place Dale

Dated: 24th September, 2016

